



THOMAS L. GARTHWAITE, M.D.
Director and Chief Medical Officer

FRED LEAF
Chief Operating Officer

COUNTY OF LOS ANGELES
DEPARTMENT OF HEALTH SERVICES
313 N. Figueroa, Los Angeles, CA 90012
(213) 240-8101

BOARD OF SUPERVISORS

Gloria Molina
First District

Yvonne Garthwaite Burke
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Fifth District

November 20, 2003

The Honorable Board of Supervisors
County of Los Angeles
383 Kenneth Hahn Hall of Administration
500 West Temple Street
Los Angeles, California 90012

Dear Supervisors:

**CONSENT TO ASSIGNMENT OF TWO RESPIRATORY CARE SERVICES AGREEMENTS
FROM INTEGRATED HEALTH SERVICES, INC. TO LEUCADIA SYMPHONY, LTD.**
(1st and 2nd Districts) (3 Votes)

IT IS RECOMMENDED THAT YOUR BOARD:

1. Acknowledge the transfer of the contractor's rights and responsibilities under Respiratory Care Services Agreement Nos. 71840 and 67626 from Integrated Health Services, Inc. to Leucadia Symphony, LTD., retroactive to August 31, 2003.
2. Approve and instruct the Chair to sign the attached Consent to Assignment (Exhibit I).

PURPOSE/JUSTIFICATION OF RECOMMENDED ACTIONS:

In approving these actions, the Board is acknowledging the transfer of the contractor's rights and responsibilities for two respiratory care services agreements and approving and instructing the Chair to sign the Consent to Assignment.

On August 31, 2003, Integrated Health Services, Inc. (Integrated) entered into an agreement of sale with Leucadia Symphony, LTD. (Leucadia) under which Leucadia, the new parent company, purchased all of Integrated's assets and operations related to its subsidiary, Symphony Respiratory Services, Inc. (Symphony), including its rights and obligations under Agreement Nos. 71840 and 67626.

Provisions of Agreement Nos. 71840 and 67626 require the County's written consent for the assignment of rights and delegation of duties.

FISCAL IMPACT/FINANCING:

There is no fiscal impact on the agreements as a result of the assignment.

FACTS AND PROVISIONS/LEGAL REQUIREMENTS:

On June 22, 1993, the Board approved Agreement No. 71840 with Integrated, effective on July 1, 1993 through December 31, 1998, for the provision of clinical, emergency, and diagnostic respiratory care services to all pediatric inpatients and outpatients of LAC+USC Healthcare Network's Women's and Children's Hospital (WCH) with respiratory diseases under the care of a physician.

On June 28, 1994, the Board approved Agreement No. 67626 with Integrated, effective on July 1, 1994 through December 31, 1999, for the provision of clinical, emergency, and diagnostic respiratory care services to all inpatients and outpatients of Martin Luther King, Jr./Charles R. Drew Medical Center (King/Drew) with respiratory diseases under the care of a physician.

The most recent amendments to the agreements extended their term through February 29, 2004.

Under the two agreements, Leucadia will continue to provide respiratory care services at WCH and King/Drew.

The agreements may be terminated at any time by the County by providing a 30 days advance written notice to the contractor.

No provisions of the agreements are changed by the assignment.

Contract monitoring functions are performed by King/Drew's and WCH's staff, and DHS' Audit and Compliance Division.

County Counsel has reviewed the documentation regarding the transfer and assignment of the agreements to the new firm and approved the Consent to Assignment document as to form.

Attachment A provides additional information.

CONTRACTING PROCESS:

Advertising on the Countywide Web Site is not required for consent to assignments.

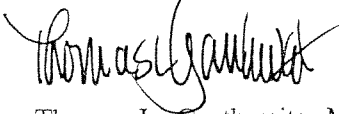
IMPACT ON CURRENT SERVICES (OR PROJECTS):

Leucadia, the new parent company, will continue to provide respiratory care services at current service and payment levels, through Symphony.

The Honorable Board of Supervisors
November 20, 2003
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When approved, this Department requires three signed copies of the Board's action.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Thomas L. Garthwaite". The signature is fluid and cursive, with the first name "Thomas" being the most prominent.

Thomas L. Garthwaite, M.D.
Director and Chief Medical Officer

TLG:dz

Attachments

c: Chief Administrative Officer
County Counsel
Executive Officer, Board of Supervisors

BLETCD3046.DZ

SUMMARY OF CONSENT TO ASSIGNMENT

1. SUBJECT:

Transfer of contractor's rights and responsibilities under respiratory care services Agreement Nos. 71840 and 67626 from Integrated Health Services, Inc. to Leucadia Symphony, LTD.

2. Former Owner:

Integrated Health Services, Inc.
Symphony Health Services, LLC
920 Ridgebrook Road
Sparks, Maryland 21152
Attention: Terry Bydume, Senior Vice President
Telephone: (800) 359-5971, Ext.: 2303

3. New Owner:

Leucadia Symphony, LTD
Symphony Health Services, LLC
920 Ridgebrook Road
Sparks, Maryland 21152
Attention: Terry Bydume, Senior Vice President
Telephone: (800) 359-5971, Ext.: 2303

4. FINANCIAL INFORMATION:

There is no fiscal impact on the agreements as a result of the assignment.

5. PROGRAM INFORMATION:

Under the two existing agreements, Symphony Respiratory Services, Inc., a subsidiary of Leucadia Symphony, LTD, will continue to provide all the respiratory care services at Martin Luther King, Jr./Charles R. Drew Medical Center (King/Drew) and pediatric respiratory care services at LAC+USC Healthcare Network's Women's and Children's Hospital (WCH).

6. ACCOUNTABLE FOR CONTRACT MONITORING:

King/Drew's and WCH's administrative staff, and the Department of Health Services' Audit and Compliance Division are responsible for monitoring the contract program.

7. APPROVALS:

King/Drew Medical Center:	Willie T. May, Administrator
LAC+USC Healthcare Network:	Pete Delgado, Chief Executive Officer
Contracts and Grants Division:	Riley J. Austin, Acting Chief
County Counsel (approval as to form):	Christina A. Salseda, Deputy County Counsel

Contract No. 71840
Contract No. 67626

CONSENT TO ASSIGNMENT

THIS CONSENT TO ASSIGNMENT is made and entered into
this _____ day of _____, 2003,

by and between	COUNTY OF LOS ANGELES (hereafter "County"),
and	INTEGRATED HEALTH SERVICES, INC.
and	LEUCADIA SYMPHONY, LTD

WHEREAS, on June 22, 1993, County and Medical Services Group entered into a Respiratory Care Services Agreement for the provision of pediatric respiratory care services at LAC+USC Healthcare Network's Women's and Children's Hospital, further identified as County Agreement No. 71840, and subsequently on June 28, 1994, County and Medical Services Group entered into another Respiratory Care Services Agreement for the provision of respiratory care services at the Martin Luther King, Jr./Charles R. Drew Medical Center, further identified as County Agreement No. 67626 (all hereafter "Agreements"); and

WHEREAS, on January 31, 1995, the Board of Supervisors acknowledged the transfer of the contractor's rights and responsibilities under Agreements from Medical Services Group to

Integrated Health Services, Inc., and approved a Consent to Assignment document.

WHEREAS, Paragraph 30, DELEGATION AND ASSIGNMENT, of Agreements prohibits Integrated Health Services, Inc. from delegating its duties or assigning its rights hereunder without the prior written consent of County; and

WHEREAS, Integrated Health Services, Inc. has entered into an agreement of sale with Leucadia Symphony, LTD under which Leucadia Symphony, LTD is purchasing all of Integrated Health Services, Inc.'s assets and operations, including its rights and obligations under Agreements; and

WHEREAS, Director of County's Department of Health Services has reviewed Leucadia Symphony, LTD's corporate documents, its financial statements, and other data, and has confirmed that Symphony Respiratory Services, Inc., a subsidiary of Leucadia Symphony, LTD, can effectively continue to provide respiratory care services and assume the other duties set forth in Agreements.

NOW, THEREFORE, the parties hereto agree as follows:

1. All of Integrated Health Services, Inc.'s rights and responsibilities under Agreements are assigned and delegated to Leucadia Symphony, LTD, effective on August 31, 2003.

2. County hereby consents to such assignment and delegation.

thereof, and Integrated Health Services, Inc. and Leucadia Symphony, LTD have caused the same to be subscribed in their behalf by their respective duly authorized officers, the day, month, and year first above written.

COUNTY OF LOS ANGELES

ATTEST:

Violet Varona-Lukens
Executive Officer of the
Board of Supervisors of the
County of Los Angeles

By _____

APPROVED AS TO FORM:

LLOYD W. PELLMAN
County Counsel

By Christine A. Salcedo
Deputy County Counsel

APPROVED AS TO CONTRACT

ADMINISTRATION:

Department of Health Services

By inl yokoto
Acting Chief, Contracts and
Grants Division

AMENDCD3045.DZ
dz:10/30/03

By _____
Chair, Board of Supervisors

INTEGRATED HEALTH SERVICES, INC.
Contractor - Assignor

By Thomas B. Guld

Name Thomas B. Guld

Title Asst - Secretary
(AFFIX CORPORATE SEAL HERE)

LEUCADIA SYMPHONY, LTD
Contractor - Assignee

By Zalman Jacobs

Name Zalman Jacobs

Title Vice President
(AFFIX CORPORATE SEAL HERE)

APPROVED AS TO PROGRAM:
Department of Health Services

By Thomas L. Garthwaite, M.D.
Director of Health Services and
Chief Medical Officer